

Please note this is a summary of COPA's constitution and, as such, has no legal status. It has been revised following decisions reached and changes made to the Constitution at our AGM in January 2021. The revised Constitution was approved at the AGM following completion of a Review and agreement of the Charity Commission for the changes.

## Object

*The object of COPA is to enable older people across Wales to have an independent voice ensuring that older people's opinions are heard, acknowledged and acted upon.*

It achieves this object by:

- Being an effective and informed advocate for older people's views
- Identifying and sharing good practice.
- Working in partnership with older people's organisations across Wales to create a collective voice.
- Developing and promoting good practice on the engagement of older people in all actions that impact upon them, including effective consultation that engages the views of older people at all stages of the process.
- Influencing policy and practice concerning current and future older people at a local, national and regional level, including lobbying when appropriate.
- Working in partnership as appropriate, with Government, statutory, voluntary and public organisations to achieve shared aspirations.
- Challenging age discrimination and promoting the rights of older people as defined in the UN Principles for Older People.
- Promoting equality and diversity by the use of publications, businesses schemes, celebrating the achievements of older people as ambassadors, promoting positive images of ageing.
- Proactively engaging with older people's groups to ensure that all older people, particularly those who might be experiencing exclusion and isolation, have a genuine and powerful voice that recognises their experience and expert knowledge regarding their own needs.
- Promoting, building and extending the COPA network across Wales

## Membership of the COPA

Membership of COPA is open to any organisation managed by older people that is interested in furthering the purposes of COPA.

## Register of Forum Representatives (voting members) (a) Democratic structure of COPA

(i) The object of COPA is to enable the democratic engagement of older people across Wales. As such it respects the democratic arrangements that have been established by older people's lead organisations in every Local Authority Area in Wales. COPA will provide a two-way interface between national government and organisations and the local authority-based forums and groups to provide a mechanism to gain the views and guidance of older people across Wales. This will be on core issues effecting older people and a means to ensure the actions resulting

from this engagement are properly and formally reported back to the forums and groups and therefore to all member organisations of COPA.

(iii) To enable this interface, when trustee vacancies arise in the area defined by the local health Board region, each local forum/group in that area will be able to nominate a Chair or Vice-Chair who can stand to be elected as trustees of COPA. Appointment will be confirmed by the voting members at the AGM.

(iv) Elected Trustees are nominated from the 6 defined regions but the number is restricted to a maximum of 8 – with 2 each from N Wales/Powys and Cardiff and the Vale (on geography and population grounds respectively) and 1 from each of the other areas. Flexibility is given to the Board to disregard that geographic representation if it does not prove feasible to appoint Elected Trustees from a particular area.

### **(b) Forum Representatives (voting members)**

- The members of each Local Authority Area Network shall elect 2 representatives to be voting members and represent the COPA members in their Local Authority Area at the AGM and other relevant meetings.
- The normal term of office for a voting member will be 3 years however, people may stand for re-election at the end of each term of office for another 3-year period.

### **General meetings of Forum Representatives (voting members)**

There must be an annual general meeting (AGM) of the voting members of the Charity. The AGMs must be held at intervals of not more than 15 months. The AGM must receive the annual statement of accounts (duly audited or examined where applicable) and the trustees' written annual report, and must elect trustees as required.

### **Charity trustees**

The charity trustees shall manage the affairs of COPA and may for that purpose exercise all the powers of COPA.

The maximum number of charity trustees is 12. The charity trustees may not appoint any charity trustee if as a result the number of charity trustees would exceed the maximum.

### **Appointment of charity trustees**

#### **(1) Elected Trustees**

(i) The Chairs /Vice-Chair elected by Forums/Groups in each region can be appointed as trustees by the AGM.

(iii) Subsequently every three years the Chairs/Vice-Chairs from each region will alternately retire but will be eligible to stand for re-election by their region.

(iv) The region may at any time decide to nominate for appointment a new charity trustee where a vacancy has arisen. A person so appointed will stand for ratification of election by the Forum Representatives (voting members) at the next AGM.

## **(2) Nominated (Co-opted) Trustees**

(i) The Board may appoint up to 4 trustees who have additional skills and knowledge that the Elected Trustees do not possess

(ii) Such appointment will be made at a formal meeting of the Board

(iii) Each appointment will be for a period of 3 years renewable for one further term

(iv) A person so appointed will stand for ratification of appointment by the Forum Representatives (voting members) at the next AGM.

## **Reappointment of charity trustees**

Any person who retires as a charity trustee by retirement or by giving notice to the CIO is eligible for reappointment. A charity trustee who has served for two consecutive terms may not be reappointed for a third consecutive term but may be reappointed after an interval of at least two years

## **Office-bearers**

The charity trustees must elect (from among themselves) a chair, a treasurer and a vice chair.

In addition to these office-bearers, the charity trustees may elect (from among themselves) further office-bearers if they consider that appropriate.

All of the office-bearers will cease to hold office at the conclusion of each AGM, but may then be re-elected.

## **Minutes**

The charity trustees must keep minutes of all:

(1) appointments of officers made by the charity trustees;

(2) proceedings at general meetings of COPA;

(3) meetings of the charity trustees and committees of charity trustees including:

- the names of the trustees present at the meeting;
- the decisions made at the meetings; and
- where appropriate the reasons for the decisions;

(4) decisions made by the charity trustees otherwise than in meetings.

(5) Board Meetings and the AGM can be held virtually subject to safeguards needed to avoid any digital exclusion but must be recorded as in (1) to (3) above

## **Accounting records, accounts, annual reports and returns, register maintenance**

(1) The charity trustees must comply with the requirements of the Charities Act 2011 with regard to the keeping of accounting records, to the preparation and scrutiny of statements of accounts, and to the preparation of annual reports and returns. The statements of accounts, reports and returns must be sent to the Charity Commission, regardless of the income of the CIO, within 10 months of the financial year end.

(2) The charity trustees must comply with their obligation to inform the Commission within 28 days of any change in the particulars of the CIO entered on the Central Register of Charities.

**Summary document: originally** agreed by the Board in July 2017 and revised following the 2019 and 2021 AGMs